

[Counsel listed on signature page]

UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF CALIFORNIA

IN RE: DITROPAN XL ANTITRUST
LITIGATION

CASE NO.: M:06-CV-01761 JSW

MDL No. 1761

This Document Relates to:

Indirect Purchaser Action

**STIPULATION AND ~~[PROPOSED]~~
ORDER WITHDRAWING PLAINTIFFS'
MOTION FOR CLASS CERTIFICATION
AND DISMISSING INDIRECT
PURCHASER ACTION WITH
PREJUDICE**

Honorable Jeffrey S. White

Pursuant to Federal Rule of Civil Procedure 41(a)(1), Plaintiffs City of Fargo Health Trust Fund ("City of Fargo"), Local 28 Sheet Metal Workers ("Local 28"), United Food and Commercial Workers Unions and Employers Midwest Health Benefits Fund ("UFCW"), Plumbers and Pipefitters Local 572 Health and Welfare Plans ("Plumbers and Pipefitters") and Teamsters Local No. 35 Health Plans ("Teamsters")(collectively, "Indirect Purchaser Plaintiffs") and Defendant Alza Corporation ("Alza"), by and through their counsel of record, respectfully submit the present stipulation withdrawing Indirect Purchaser Plaintiffs' pending motion for Class Certification and dismissing all actions currently consolidated in the above-captioned litigation with prejudice. The parties further agree all parties to the Indirect Purchaser Action shall bear their own costs associated with the maintenance and defense of all actions in the Indirect Purchaser Action. THEREFORE, THE PARTIES HEREBY STIPULATE AND AGREE AS FOLLOWS:

1. Class certification. Indirect Purchaser Plaintiffs hereby withdraw their motion for Class Certification filed June 25, 2007, and currently pending before the Court.
2. Dismissal with prejudice. All Indirect Purchaser Plaintiffs hereby dismiss their individual and consolidated complaints with prejudice. Concurrently herewith, each Indirect

Purchaser Plaintiff shall file a voluntary dismissal with prejudice in each of the respective cases pending before this Court, and consolidated in this Action.

3. Costs. All parties shall bear their own costs and fees incurred in the prosecution and defense of all actions in the above-captioned Indirect Purchaser Action. In no event shall any party to the Indirect Purchaser Action be entitled to recover from or be required to pay to any adverse party fees, costs, or any other remuneration emanating out of this action as a result of the Indirect Purchaser Action's instigation, prosecution, defense or dismissal with prejudice.

Dated: December 17, 2007

By: _____/s/_____

Timothy J. Becker
Stacy K. Hauer
Brian C. Gudmundson
ZIMMERMAN REED, P.L.L.P.
651 Nicollet Mall, Suite 501
Minneapolis, MN 55402
Telephone: (612) 341-0400
Facsimile: (612) 341-0844
Email: tjb@zimmreed.com
Email: skh@zimmreed.com
Email: bcb@zimmreed.com

Edward A. Wallace
Mark R. Miller
WEXLER TORISEVA WALLACE LLP
One North LaSalle Street, Suite 2000
Chicago, IL 60602
Telephone: (312) 346-2222
Facsimile: (312) 346-0022
Email: eaw@wtwlaw.us
Email: mrm@wtwlaw.us

Mark J. Tamblyn
WEXLER TORISEVA WALLACE LLP
1610 Arden Way, Suite 290
Sacramento, CA 95815
Telephone: (916) 568- 1100
Facsimile: (916) 568-7890
Email: mjt@wtwlaw.us

1 Jason J. Thompson
2 J. Thompson & Associates, PLC
3 26000 W 12 Mile Road
4 Southfield, MI 48034
5 Telephone: (248) 436-8448
6 Email: jthompson@jta-law.com

7 Jeffrey L. Kodroff
8 SPECTOR, ROSEMAN & KODROFF, P.C.
9 1818 Market Street, Suite 2500
10 Philadelphia, PA 19103
11 Telephone: (215) 496-0300
12 Facsimile: (215) 496-6611
13 Email: jkodroff@srk-law.com

14 Ann K. Mandt
15 David R. Parker
16 CHARFOOS & CHRISTENSEN, P.C.
17 5510 Woodward Avenue
18 Detroit, MI 48202
19 Telephone: (313) 875-8080
20 Facsimile: (313) 875-8522
21 Email: akmandt@c2law.com
22 Email: drparker@c2law.com

23 Mike Miller
24 Stacey Tjon
25 SOLBERG, STEWART, MILLER & TJON
26 1129 Fifth Avenue South
27 Fargo, ND 58103
28 Telephone: (701) 237-3166
Facsimile: (701) 237-4627
Email: mmiller@solberglaw.com
Email: stjon@solberglaw.com

Attorneys for Indirect Purchaser Plaintiffs

